

Minutes of the Annual General Meeting of TRANSPLANT AUSTRALIA LIMITED

Held at 6.30pm Monday May 16, 2016 at the John Greenway Seminar Room,
Royal Prince Alfred Hospital, Missenden Road, Camperdown, NSW, 2050

1. Welcome and Apologies

Apologies include: Alan Amodeo

2. Present

Jason Ryan, Josh Moyes, Chris Thomas, Jan Wall, Jeremy Chapman, Richard Allen, Tricia Kavanagh, Matthew Maddocks, Heather Edgell, John Purdy, Barbara Lee, Antony Harding, Julie Edwards, Chandana Guha, Ian Atkin

3. Minutes of Previous AGM

Copies of the minutes of the previous AGM had been posted on the company's website and further copies were available to the attendees.

Moved: Tony Harding moved to accept the minutes of the previous AGM

Second: Richard Allen

Motion Carried

4. Chairman's Report

A basic human trait is the need to feel we are making a difference. It might be simply helping our children with their homework or something more grand – increasing literacy rates worldwide. No matter the scale, they are all good deeds.

As the Chairman of Transplant Australia I am constantly asking myself and my fellow Board members, 'how can we make a difference?'

One answer lies in acknowledging the good work that has occurred in organ and tissue donation over the past seven years but also in recognising that we have a long way to go. We also need to recognise that a transplant is just the start of another journey and recipients have ongoing needs.

Australia should be proud of its improvements in donation since the implementation of the National Reform Program in 2008 and in particular for the success of 2015. Last year was a record year for donation with a total of 435 donors giving new life to 1,241 Australians.

To put this into perspective between the years of 2000 and 2008 there was an average of just over 200 donors a year. Essentially our rate of donation has doubled in Australia in the intervening time.

But if we are to make a difference then we need to recognise that to be at a level similar to the world's best performing countries we need to achieve at least 600 donors a year. And it would be fair to say that the growth between current levels and this new goal will inevitably be harder than the growth we have already witnessed.

To enable Transplant Australia to be best positioned to make this difference the Board of Directors has implemented a new Strategic Plan with three imperatives – increase donor rates, provide valuable member services and build a sustainable organisation. The CEO tracks our performance over the first 12 months in his section of this Annual Report.

The Directors are focused on achieving the goals set out in this plan.

Increase Donor Rates

Transplant Australia's contribution is to drive results with the various governments to achieve best practice in donation at both a clinical and community level. Great inroads have been made into reforming the clinical sector

however we need to ensure that all elements of the cycle are operating at their best to all donation opportunities are maximised.

Ensure every available and suitable organ is used.

The greatest gain is to be made in consent rates and in this area our nation needs to do better to get all Australians registered as donors. Conversations and discussions are important adjuncts to the message but the evidence shows a person's chances of becoming a donor, if they are medically eligible, are significantly greater if they are registered. When a family has never discussed donation just 46 per cent of families say yes. On the register, it doubles to 91 per cent.

Implementing a simple one-step registration system in Australia is our number one goal. Just a quarter of current donors are registered meaning the vast majority of donation conversations are undertaken with the real possibility that families don't know what their loved one would have wanted? Our goal is to ensure that greater than 50 per cent of the population are registered. There will be significant work to achieve that and we will need the help of all members to reach this goal.

Provide Valuable Member Services

As a member organisation, this goal is at the heart of what we strive to achieve. We recognise that a successful transplant is just the start of another journey and that recipients, and donor families and living donors, have ongoing needs.

The new Quality of Life program being developed by Chandana Guha under the direction of Professor Richard Allen, Jan Wall and Matthew Maddocks, will provide great assistance in helping recipients adjust to a life post-transplant and hopefully add many years to their total.

Our core benefit in this area is of course the delivery of a successful transplant games in Australia every two years and sending a team to the World Transplant Games in the alternate year. These events fulfil a number of roles, not least the promotion of the success of transplantation and the setting of health and fitness goals for recipients. They also are a platform to demonstrate gratitude to donor and their families.

I was privileged to spend some days with the members at the Games in Melbourne and am looking forward to the delivery of the Games in Western Sydney in September. The office is geared up to deliver a successful event and in particular it is pleasing to note that number of sponsors supporting these Games. The Organ & Tissue Authority, NSW Health, Destination NSW, Sport and Recreation, Astellas, Novartis, Penrith and Blacktown City Councils.

At a world level I would also like to acknowledge that Australia is primed to help the World Transplant Games Federation continue to improve the World Transplant Games with our own CEO taking on the Presidency of the Federation. There are significant benefits that flow to us from this appointment and it is recognition of not only Chris's contribution but to the professionalism of Transplant Australia and our own transplant games. Every member, volunteer, committee member and director should be proud of this achievement.

Build a Sustainable Organisation

The goals here are simple. Ensure Transplant Australia is governed well, continues its fine reputation and has a sustainable income from a variety of sources.

We recognise that our organisation is like no other transplant membership body in the world. We have a successful office, committed and brilliant staff and hundreds of volunteers helping every day to make a difference.

However, there are improvements to be made, especially if we wish to attract funding from charitable trusts and foundations. And especially if we wish to supplement the income we receive from governments for staging the games.

I am pleased that our Company Secretary is heading up a new Nominations and Oversight Committee of the Board that will ensure a best practice governance framework is implemented in Transplant Australia. This will help ensure we are able to grow with good foundations supporting us and allow Board to focus more time on driving future results.

It's been a whirlwind first 12 months.

I would like to thank my fellow Directors, the CEO and staff, the State Committee Chairs, the Sports Committee Chair and all our volunteers and members for making Transplant Australia what it is today. I am privileged to serve in this role and hope that over the next few years we will continue to make a difference in the lives of Australians.

Motion: John Purdy moved to accept the Chairman's report.

Seconded: Heather Edgell seconded.

Motion Carried.

5. Chief Executive Officer's Report

The purpose of this Annual Report to members is two-fold. Firstly, to report on the financial activities of Transplant Australia, including national office and our state committees.

And secondly, to update members on how we are tracking against the Strategic Plan as outlined by the Chairman.

Increase donor rates

As our new Chairman, Jason Ryan, has outlined in his report, 2015 was a record year for organ and tissue donation.

So where does Transplant Australia fit in this result? Success, as the saying goes, has many fathers.

The most important role we have played is our steadfast support for the National Reform Package established by the then Rudd Government in 2008. Two reports into the Organ and Tissue Authority performance over its lifetime have confirmed the strategy is sound although it could do with a number of refinements.

Transplant Australia in our advocacy work to Governments has endorsed the essential elements of the program while advocating for modifications around issues such as the Australian Organ Donor Register and ensuring that all donation conversations are conducted by trained personnel.

Both our Medical Director, Professor Jeremy Chapman, and myself, have taken our role on the Advisory Council of the Organ & Tissue Authority extremely seriously. Within that Council there are robust views on what further changes need to be made. Every person waiting for a transplant can be assured we take this role as representing your interest, your future, as our most important mission.

Key activities in this strategic area include:

- We provided a submission to the Ernst & Young Review into the Organ and Tissue Authority with the Chairman and myself being interviewed in person by the reviewers
- The Chairman and myself met several times with the Minister for Rural Health, Senator Fiona Nash, and continued a good working rapport with the Minister responsible for donation.
- The Chairman Jason Ryan, and former Chair, Dr Alan Amodio, represented the transplant community on the Transplant Liaison Reference Group to the Authority. That group is set up to better link the transplant sector with donation and ensure that the complexity of federal and state hospital systems (with donation being a federal issue and transplantation a state issue) is streamlined.
- We developed a paper for improving the organ donor registry and submitted it to the Minister.
- We helped achieve the allocation of \$2 million in the Federal Budget to taking the register to a simple online process. This was a significant outcome.
- We continue to be a strong advocate and spokesman in the media about donation and transplantation. We are constantly sought out for our views and commentary.
- We have advocated for improvements to the DonateLife Audit Report into matters such as understanding how many donors are registered, in how many instances is that registration checked, and how many families override their loved one's decision? Coincidentally one of the great achievements of the Authority is the creation of this audit report which for the first time paints a detailed picture of the potential number of donors in Australia, the request rate (how many are actually identified and their families asked), the consent rate and, finally, the conversion rate.

Provide Valuable Member Services

A core goal beyond giving more Australians access to life-saving transplantation is providing our members with valuable services. Key activities include:

- Sending a team to the World Transplant Games in Mar del Plata, Argentina in August. The team was very successful and I would like to acknowledge a key athlete who wasn't able to make the trip. Ian Hill. Ian passed away while we were overseas and it was his illness that kept his wife, Margaret, from fulfilling her role as Team Manager. We are pleased Margaret will keep her involvement in Transplant Australia and be Team Manager for the next Games.
- Quality of Life Program. This commenced in 2015 and will come online later this year. Chandana Guha is a great addition to the team.
- Begin preparations for the Australian Transplant Games, Western Sydney. We have a great local organising committee headed by Mick Kennedy and Margaret Hill. The office and our events manager, Paul Humphreys, are once again focused on delivering a great games.
- Launching the Transplant Australia Football Club – the brainchild of Matty Hempstalk, our Qld Chair and former State Committee Chair. The Football Club will have its first official matches in March 2016.
- Engaging with each of the transplant units in Australia to help promote membership of Transplant Australia including a new member discount.
- Continuing to work with our state committees to help build member services and support programs. In this area Julie Edwards does a great amount of work.

Build a Sustainable Organisation

While we can be proud of Transplant Australia, as a small charity we are still living from day to day. We have not been in a position to build significant reserves to help provide a foundation for the future. The small amount of membership monies are all directed to the State Committees to help with their volunteer programs. And while we have good relationship with Governments, a good income strategy would ensure our income streams were diversified.

Key activities include:

- Our greatest success has been enrolling Astellas as a Corporate Partner with Transplant Australia for an initial three years. Since the Games on the Gold Coast I have had an excellent relationship with Astellas and the team at North Ryde and Transplant Australia share a common goal – increase donation rates and a stable healthy transplant population.
- Working with the Organ & Tissue Authority and NSW Government around project funding for the Transplant Games. Our sincere thanks once again to the Minister for Rural Health, Senator Fiona Nash and the NSW Health Minister, The Hon. Jillian Skinner.
- Developing our probono relationship with H&T Advertising. They are working on the Games promotion and are a great asset to help the fantastic work being undertaken by Natasha Chadwick, our Marketing and Communications Manager.
- Improving our governance capabilities so that we are seen as an effective 'blue chip' charity able to attract funding from trusts and foundations.

I am very proud of what we have achieved. It is a team effort and I would like to thank Ian Atkin, Julie Edwards, Natasha Chadwick, Chandana Guha, John Hogan-Doran and Paul Humphreys for all their dedication, hard work and, above all, friendship. It is a great bonus when you actually like the people with whom you work. Our Directors, led by the Chairman, Jason Ryan, have also been a great source of guidance and assistance. Our State Committee Chairs and the Sports Committee Chair, our volunteers and members, thank you. Every day working at Transplant Australia is a pleasure.

Motion: Tony Harding moved to accept the CEO's report.

Second: Barbara Lee seconded.

Motion Carried

6. Presentation of Financial Report

Ian Atkin presented the Finance Report for year ended – December 31, 2015

This report is in respect of the Income Statement and Balance Sheet for inclusion in the company's Annual Report for the year ended 31 December 2015:

- Deficit \$62,036
- Income \$774,235
- Costs \$836,271
- Decrease in revenue is reflective of it being a World Games Year
- Grant income – ASC 70,000 also some income brought to account from OTA re world games participation and NSW govt re work undertaken to date in relation to the Western Syd games. In relation to OTA current agreement ends June 2016 and we are in the process of finalising the next agreement which will cover the period to 6/18 and will be for a similar amount i.e. circa \$455,000. During the year CEO was able to negotiate a three year sponsorship agreement with Astellas which will see TA receive \$250,000 over three years being \$50,000 in FY 2015 then \$100,000 for the two years after that. In addition a \$60,000 sponsorship was negotiated with Novartis part of which will assist towards the funding of the quality of life program.
- Decrease in expenses is reflective of 2015 not being a games year
- Assets – majority in cash \$511,316/ non state money \$382,201
- Liabilities include deferred income \$250,000 relating to NSW money for 2016 ATG
- Provisions relating to employees' annual leave and long service leave \$82,958

Motion: Tricia Kavanagh moved to accept the Treasurer's report.

Seconded: Jeremy Chapman

Motion Carried

7. Confirmation/Appointment of Directors

The follow Directors were nominated for appointment:

Alan Amodeo, Jeremy Chapman, Matthew Maddocks, Chris Thomas, Jan Wall, Jason Ryan

Motion: Tony Harding moved to approve re-appointments of the nominated Board Directors.

Second: Heather Edgell seconded the motion.

Motion Carried.

8. Re-appointment of Auditor

Ian Atkin formally welcomed Doug Wood, from Foster Raffan, as observer and thanked him for his involvement.

Foster Raffan have confirmed their willingness to continue as the auditors for 2016, providing an in-kind donation for part of their auditor fees.

Moved: Moved by John Purdy to re-appoint Foster Raffan to be auditor for the coming year.

Seconded: Jeremy Chapman seconded the motion.

Motion Carried.

9. General Business

Ian Atkin and Chris Thomas responded to the submitted questions.

10. Minutes Silence

The group was silent for a minute in remembrance of Organ and Tissue Donors and Recipients.

11. Closure

The Annual General Meeting closed at 7.30pm.

Signed as a true record of proceedings:

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Chairman